SEC 1972 (6-02) Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

# **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the teuer and exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

描寫

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2005

Estimated average burden hours per response... 1

aeod s.e.c.

DEC 1 - 2003

1086

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY				
Prefix	Serial			
DATE	RECEIVED			

		rapped was man the life group paramit or the begroup appeals by derivine appropriate and the life group as	nn rai heidd fell ag ag yn y 1820 i Me'r yn y raig i'r Maddiffig y ym raif y Yr Meidigyg gallef		and the second of the second o				
Name of Offering ([] check if this is an amendment and name has changed, and indicate change.)									
Sensor Technologies & Systems,	inc.	a la secular de la compansión de la compan	n an de state de la grant de la Computer de la compute		nursu su revenus vitt i su sense Antonio inters seprementale que describancio en sesso de la composició de l				
Filing Under (Check box(es) that apply):	[] <u>Rule 504</u>	[] <u>Rule 505</u>	<b>⋈</b> Rule 506	[ <b>∕</b> ] Section 4(6)	[]ULOE				
Type of Filing: [✔] New Filing [ ] Amendment									
A. BASIC IDENTIFICATION DATA									
Enter the information requested about	out the issuer								

Sensor Technologies & Systems, Inc. Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 8900 East Chaparral Road 480-483-1997 Scottsdale, Arizona 85250 Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices) (Same as above.) Brief Description of Business the application of radar and radio frequency technologies to solutions and products delivered to government and private customers Type of Business Organization [ corporation [ ] limited partnership, already formed [ ] other (please specify): [ ] business trust [ ] limited partnership, to be formed Month Year Actual or Estimated Date of Incorporation or Organization: [0]7] [9]7] Actual [ ] Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [A][Z]

Name of Issuer (check if this is an amendment and name has changed, and indiciate change.)

# **GENERAL INSTRUCTIONS**

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

ע ווווטז

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

### A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

Check Box(es) that Apply: [ ] Promoter [ ]	Beneficial Owner [ Executive Officer [ Director [ ] Manager
Full Name (Last name first, if individual) Butler, Walker	
Business or Residence Address (Number and	Street, City, State, Zip Code)
8900 East Chaparral Road	Scottsdale, Arizona 85250
Check Box(es) that Apply: [ ] Promoter [ ] I	Beneficial Owner [/] Executive Officer [ ] Director [ ] Manager
Full Name (Last name first, if individual) Nikula, Arnold J.	
Business or Residence Address (Number and	Street, City, State, Zip Code)
8900 East Chaparral Road	Scottsdale, Arizona 85250
Check Box(es) that Apply: [ ] Promoter [ ] [	Beneficial Owner [ ] Executive Officer [/] Director [ ] Manager
Full Name (Last name first, if individual) Shreve, Edward L.	

B. INFORMATION A	BOUT OFFERING	
D INCORMATION A	DOUT OFFINA	
(Use blank sheet, or copy and use addition	onal copies of this she	et, as necessary.)
Business or Residence Address (Number and Street, City, St.	ate, Zip Code)	
Full Name (Last name first, if individual)	от на под него него него него него него него него	
Check Box(es) that Apply: [ ] Promoter [ ] Beneficial Owner	er [] Executive Officer	[ ] Director [ ] General and/or Managing Partner
Business or Residence Address (Number and Street, City, St	ate, Zip Code)	
Full Name (Last name first, if individual)		
Check Box(es) that Apply: [ ] Promoter [ ] Beneficial Owner	er [ ] Executive Officer	[ ] Director [ ] General and/or Managing Partner
8900 East Chaparral Road	Scottsdale, Arizona	85250
Business or Residence Address (Number and Street, City, St	ate, Zip Code)	Additional and the second of t
Full Name (Last name first, if individual) STS ESOP		
Check Box(es) that Apply: [ ] Promoter ▶ Beneficial Owner	er [ ] Executive Officer	[ ] Director [ ] Manager
8900 East Chaparral Road	Scottsdale, Arizona	85250
Business or Residence Address (Number and Street, City, St	ate, Zip Code)	
Full Name (Last name first, if individual) Bosserman, Jr., Robert T.		
Check Box(es) that Apply: [ ] Promoter [ ] Beneficial Owner	er [ ] Executive Officer	Director [ ] Manager
8900 East Chaparral Road	Scottsdale, Arizona 8	5250
Business or Residence Address (Number and Street, City, St	late, Zip Code)	

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?								Yes	No [✔]				
Answer also in Appendix, Column 2, if filing under ULOE.									•				
2. What is the minimum investment that will be accepted from any individual?									\$25	5,000 ~			
<ul> <li>Company has discretion to accept less and/or to sell fractional units.</li> <li>Does the offering permit joint ownership of a single unit?</li> </ul>								Yes [✔]	No [ ]				
indired of sec registe five (5	otly, any ourities in ered with persons	commissi the offeri the SEC s to be lis	ion or siming. If a p and/or w	nilar remu erson to vith a stat essociated	ineration be listed e or state	for solicita is an asso es, list the	ation of po ociated pe name of	urchasers erson or a the broke	in connection in	, directly oction with broker or a r. If more seet forth the	sales dealer than		
Full Na	ame (Las	t name fi	rst, if indi	vidual)	and and an experience of the second of the s	arang kanan mananan kandan dan dan dan dan dan dan dan dan da	er e				MCHANTAN AND AND AND AND AND AND AND AND AND A	ACCOUNTS TO A STATE OF THE STAT	
Busine	ss or Re	sidence A	Address (	Number	and Stree	et, City, S	tate, Zip (	Code)	rainday (166-167) on observor maringanhagan	(19 Manus III e 19 Manus II e 19 Manus I	P 1000 P (Sur rouse) des décident métreur régle est été	men et er van van kommen de van de verde de verde van de verde van de verde verde van de verde verde van de ve	addicional programme and an analysis of the second
Name	of Assoc	ated Bro	ker or De	aler			a construction of the state of				Mark 1914 (1915) (1915) (1915) (1916) (1916)		PRO CIPALUM PRACTICA SIGNICA MESTA PR
					ed or Inter States).		licit Purch	asers		[	] All S	States	
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	- [HI]	[10	<b>D</b> ]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	_	10]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	-	A]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[P	R]
Full Na	ıme (Last	name fir	st, if indiv	vidual)		acanin decembra e como e el filosofico (el como el com				an ann an Aireann an Aireann ann an Aireann ann ann ann ann ann ann ann ann ann		en de la grand de construcción de la construcción d	A THE STATE OF THE
Busine	ss or Res	sidence A	\ddress (	Number	and Stree	t, City, St	ate, Zip C	Code)				***************************************	
Name	of Associ	ated Bro	ker or De	aler	nd of the contraction of the con	an dan da tanàna taona ao					·//	***************************************	***************************************
							icit Purch	asers		_		***************************************	***************************************
`					States).						] All S		
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[10	_
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	_	lO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[UJ] [XT]	[MM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	_	-
		······································			enderstein, engagen and granes was a single real residency.	ng ang ang ang ang ang ang ang ang ang a					***************************************	***************************************	***************************************

Full Name (Last name first, if individual)

http://www.sec.gov/divisions/corpfin/forms/formd.htm (5 of 11) [4/19/02 4:02:21 PM]

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [H [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [M [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [M		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)		
(Check "All States" or check individual States)	progressors to deliberate deliberate	THE CONTROL BOTH CONTROL WAS AN EXCENSION OF THE CONTROL OF THE CO
[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [II] [II] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [II] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [II] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WI] [VV] [VI] [VI] [VI] [VI] [VI] [VI] [V	With a face of the Police State of the State	HE COLOTION OF THE COLOTION OF
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [IM] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [QR] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WI] [VV] [VV] [VV] [VV] [VV] [VV] [VV] [V	All St	ates
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OK] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [VI] [VI] [VA] [WA] [WV] [WI] [VI] [VA] [WA] [WV] [WV] [WI] [VI] [VA] [WV] [WV] [WV] [WV] [WV] [WV] [WV] [WV	[HI]	[ID]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [VI] [USE blank sheet, or copy and use additional copies of this sheet, as necessary.  C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEE  1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Aggregate Type of Security Debt	[MS]	[MO]
(Use blank sheet, or copy and use additional copies of this sheet, as necessary.  C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEE  1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Aggregate Type of Security Offering Price Debt	[OR]	[PA]
C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCES  1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Aggregate Offering Price Offering Price Security Security Security Security Security Security Security Security Securities (including warrants) Securities Securities in Appendix, Column 3, if filing under ULOE.	[WY]	[PR]
1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box "and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Aggregate Offering Price Debt	<b>'.)</b>	
total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.  Aggregate Type of Security Debt	EDS	yer to the second secon
Type of Security  Debt  Equity  [] Common [✓] Preferred  Convertible Securities (including warrants)  Partnership Interests  Other (Specify  Answer also in Appendix, Column 3, if filing under ULOE.  Convertible Securities (including warrants)  \$		
Debt	Amo	ount Already
Equity	<b>c</b>	Sold -0-
[ ] Common [ ✓] Preferred  Convertible Securities (including warrants)	Φ \$	75,000
Convertible Securities (including warrants)	Ψ	
Other (Specify). \$	\$	-0-
Total	\$	-0-
Answer also in Appendix, Column 3, if filing under ULOE.  2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their	\$	
Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their	\$	75,000
purchased securities in this offering and the aggregate dollar amounts of their		
purchased securities and the aggregate dollar amount of their purchases on the total		
lines. Enter "0" if answer is "none" or "zero."		
	Dolla	regate ar Amount
Number Investors		
New years did at the contains		75,000
Non-accredited Investors  Total (for filings under Rule 504 only)	_ \$ \$	
Total (for mings under Italic 504 offly)	_ Ψ	

http://www.sec.gov/divisions/corpfin/forms/formd.htm (6 of 11) [4/19/02 4:02:21 PM]

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under  $\underline{Rule 504}$  or  $\underline{505}$ , enter the information requested for all securities sold by the issuer, to date, in offerings of the types

indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1. N/A Dollar Amount Type of Security Sold Type of offering Rule 505 ..... \_\_\_\_\_\$\_\_\_\_ Regulation A ..... \_\_\_\_\_\$\_\_\_\_ Rule 504 ..... \_\_\_\_\_\$\_\_\_\_ Total \_\_\_\_\_\$\_\_\_\_ 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees ..... []\$\_\_\_\_ 4.000 Printing and Engraving Costs ..... **₩**\$ 10,000 Legal Fees ..... **∠**1\$ 5,000 Accounting Fees ..... **∠**1\$\_\_\_\_ Engineering Fees ..... []\$\_\_\_ Sales Commissions (specify finders' fees separately) ...... [ ]\$\_\_\_ Other Expenses (identify) \_ filing, blue sky and other fees ..... 11,000 [**/**]\$\_\_\_\_ Total ..... **[**]\$\_\_\_\_ 30,000 b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 \$ 1,220,000 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." ..... 5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above. Payments to Officers. Directors, & Payments To Others Affiliates Salaries and fees Financial Advisor Compensation Purchase of real estate ..... []\$\_\_\_\_[]\$\_\_\_\_ Purchase, rental or leasing and installation of machinery **♦** \$ 275,000 []\$\_\_\_\_\_ and equipment ..... []\$\_\_\_\_[]\$\_\_\_\_ Construction or leasing of plant buildings and facilities......

Acquisition of other businesses (including the value	of						
securities involved in this offering that may be used	in	[]\$[]\$					
exchange for the assets or securities of another issu pursuant to a merger)		[] Ψ					
Repayment of indebtedness		[]\$[]\$					
Working capital		<b>V</b> \$360,000 []\$					
Other (specify): Technology Development Costs		[]\$[]\$					
and Patents	<del></del>	<b>y</b> \$ 522,500 [] \$					
Column Totals		\$ 1,157,500 N \$ 62,500					
Total Payments Listed (column totals added)		<b>№</b> \$ 1,220,000					
		• • • • • • • • • • • • • • • • • • • •					
D. FEDER/	AL SIGNATURE						
		om manus un monte supply for the supply of t					
under Rule 505, the following signature constitutes an und Exchange Commission, upon written request of its staff, the investor pursuant to paragraph (b)(2) of Rule 502.	-						
Issuer (Print or Type) Sensor Technologies & Systems, Inc.	Signature	Date					
Gensor reciniologies & Systems, inc.	A trans	- ululo3					
Name of Signer (Print or Type)	Title of Signer (Print or T	ype)					
Walker Butler Arnold Nikula	President Vice Py	esident					
ATT	rention	hagamanna dhilipaga banga jana arang dinaggan digindigila, y dhilipaga balanga balanga didhandi bala salan					
Intentional misstatements or omissions of fact	constitute federal criminal v	riolations. (See 18 U.S.C.					
1	1001.)						
	www.hoggaggwagacolorerPhiPhygagawananovow.howWhagagawananonom.comp.gg.qq.gapayagaana						
E. STATE	SIGNATURE						
	record access to the condition of the co	Tourismette era talat got menne ere ettelleteriske tillsgraden produktioner valentil om er hande hande hande e Tourismette era talat got menne ere ettelleteriske tillsgraden produktioner valentil om er hande hande er hand					
**							
1. Is any party described in 17 CFR 230.262 presently subrule?	oject to any of the disqualificat	tion provisions of such Yes No. []					
	mn 5, for state response.	i j 🤛					